

Site Name: Nesbitt
Crown Site No: 802733

STATE NO. DESOTO CO. *nl*

MAR 15 2 46 PM '01

MEMORANDUM OF LEASE AGREEMENT

BK 88 PG 763
W.E.T. CLK.

THIS MEMORANDUM OF LEASE AGREEMENT (the "Memorandum") is made and entered into this 21 day of February, 2001, by and between DESOTO ELECTRONIC TRANSMISSION GROUP ("Lessor") and POWERTEL/MEMPHIS, INC. ("Lessee").

WITNESSETH:

1. Lessor and Lessee entered into a Lease Agreement dated the 29th day of February, 2000, for an initial term of five years with options for Renewal Terms unless terminated in accordance with the provisions of the Lease Agreement.
2. In consideration of the Rent set forth in the Lease Agreement, Lessor leases to Lessee a sixty (60) foot by sixty (60) foot parcel of land located in DeSoto County, Mississippi, including a grant of easement for ingress and egress and utility use, and as further described in Exhibit "A" and Exhibit "B" to this Memorandum. Such Leased Premises being part of the real property described in Deed Book 353, page 136, DeSoto County Clerk's Office.
3. Lessor shall not use, nor shall Lessor permit its lessees, licensees, invitees or agents to use any portion of adjacent real property owned or leased by Lessor in any way which interferes with the wireless communications operations of Lessee.
4. The Initial Term commenced January 1, 2001, and a copy of the Lease Agreement is on file with Lessee.
5. The terms, covenants and provisions of the Lease Agreement, of which this is a Memorandum, shall extend to and be binding upon the respective executors, administrators, heirs, successors and assigns of Lessor and Lessee.

[Remainder of Page Intentionally Left Blank.]

This Instrument Prepared By: Boulton, Cummings, Conners & Berry, PLC, 414 Union Street, Suite 1600, Nashville, TN 37219 (615) 244-2582

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IN WITNESS WHEREOF, the parties hereto have executed this Memorandum under seal as of the date and year first above written.

LESSOR: DESOTO ELECTRONIC
TRANSMISSION GROUP

By: _____

Title: President

LESSEE: POWERTEL/MEMPHIS, INC.

By: _____

Title: VP/GM

State of Mississippi)

County of DeSoto)

Personally appeared before me, the undersigned authority in and for the said county and state, on this 21 day of Feb, 2001, within my jurisdiction, the within named Edward Franklin who acknowledged that he/she is the Owner of DeSoto Electronic Transmission Group, a company, and that for and on behalf of the said company, and as its act and deed he/she executed the above and foregoing instrument, after first having been duly authorized by said company so to do.

Donna L. E. [Signature]

Notary Public

My Commission Expires: 1-31-2005

State of Tennessee)

County of Shelby)

Personally appeared before me, the undersigned authority in and for the said county and state, on this 21 day of February, 2001, within my jurisdiction, the within named Nick Sebbin who acknowledged that he/she is the VP/GM of Powertel/Memphis, Inc., a corporation, and that for and on behalf of the said corporation, and as its act and deed he/she executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.



Angela Rogers [Signature]

Notary Public

My Commission Expires: 4/13/2003

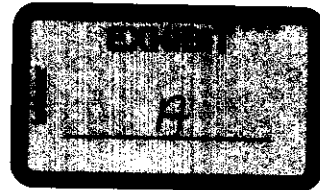
This Instrument was prepared By: Boulton, Cummings, Connors & Berry, PLC, 414 Union Street, Suite 1600, Nashville, TN 37219 (615) 244-2582

PBOOK 88

Pg. 165

**Pickering**

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POWERTEL SITE NO. M-MS-017-430

REVISED LEGAL DESCRIPTION - PROPOSED POWERTEL TOWER COMPOUND LEASE
AREA
"NESBIT"

BEING A LEGAL DESCRIPTION OF A PROPOSED POWERTEL /MEMPHIS PCS COMPOUND
LEASE AREA, BEING PART OF THE J.V. FRANKLIN PROPERTY KNOWN AS TAX PARCEL
20862400.0 000 15.00, AND BEING PART OF THE PROPERTY RECORDED IN DEED BOOK
353, PAGE 136 AT THE OFFICE OF THE CHANCERY COURT CLERK OF DESOTO COUNTY,
MISSISSIPPI, AND BEING PART OF LOT 2 OF THE PROPOSED SECTION "A", FRANKLIN
COMMERCIAL SUBDIVISION, SAID PROPERTY BEING SITUATED IN DESOTO COUNTY,
MISSISSIPPI, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A TRACT OF LAND IN THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF
SECTION 24, TOWNSHIP 2 SOUTH, RANGE 8 WEST AND DESCRIBED AS:

COMMENCING AT THE NORTHEAST CORNER OF THE CORNER OF THE SOUTHEAST
QUARTER OF SECTION 24, TOWNSHIP 2 SOUTH, RANGE 8 WEST, AND RUNNING
THENCE SOUTH 00 DEGREES 13 MINUTES 55 SECONDS WEST ALONG THE EAST LINE
OF SAID SECTION 24 A DISTANCE OF 769.33 FEET; THENCE NORTH 90 DEGREES 00
MINUTES 00 SECONDS WEST A DISTANCE OF 1,641.57 FEET TO THE TRUE POINT OF
BEGINNING, SAID POINT BEING IN THE EAST LINE OF THE J. V. FRANKLIN PROPERTY
AND THE NORTHEAST CORNER OF SAID LOT 2; THENCE SOUTH 02 DEGREES 02
MINUTES 23 SECONDS EAST ALONG SAID EAST LINE - 60.00 FEET; THENCE NORTH 89
DEGREES 55 MINUTES 40 SECONDS WEST - 60.00 FEET; THENCE NORTH 02 DEGREES
02 MINUTES 23 SECONDS WEST - 60.00 FEET; THENCE SOUTH 89 DEGREES 55 MINUTES
40 SECONDS EAST - 60.00 FEET TO THE POINT OF BEGINNING.

CONTAINING 3,598 SQUARE FEET OR 0.083 ACRES, MORE OR LESS.

THIS IS VACANT PROPERTY.

BEARINGS ARE RELATED TO THE MISSISSIPPI STATE PLANE COORDINATE GRID
SYSTEM(NAD - 83, WEST ZONE).

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PBOOK 88

Pg 766


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POWERTEL SITE NO. M-MS-017-430

REVISED LEGAL DESCRIPTION - PROPOSED POWERTEL INGRESS/EGRESS AND UTILITY
EASEMENT
"NESBIT"

BEING A LEGAL DESCRIPTION OF A PROPOSED INGRESS/EGRESS AND UTILITY
EASEMENT, BEING PART OF THE J.V. FRANKLIN PROPERTY KNOWN AS TAX PARCEL
20862400.0 000 15.00, AND BEING PART OF THE PROPERTY RECORDED IN DEED BOOK
353, PAGE 136 AT THE OFFICE OF THE CHANCERY COURT CLERK OF DESOTO COUNTY,
MISSISSIPPI, AND BEING PART OF LOT 2 OF THE PROPOSED SECTION "A", FRANKLIN
COMMERCIAL SUBDIVISION, SAID PROPERTY BEING SITUATED IN DESOTO COUNTY,
MISSISSIPPI, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A TRACT OF LAND IN THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF
SECTION 24, TOWNSHIP 2 SOUTH, RANGE 8 WEST AND DESCRIBED AS:

COMMENCING AT THE NORTHEAST CORNER OF THE CORNER OF THE SOUTHEAST
QUARTER OF SECTION 24, TOWNSHIP 2 SOUTH, RANGE 8 WEST, AND RUNNING:
THENCE SOUTH 00 DEGREES 13 MINUTES 55 SECONDS WEST ALONG THE EAST LINE
OF SAID SECTION 24 A DISTANCE OF 829.28 FEET; THENCE NORTH 90 DEGREES 00
MINUTES 00 SECONDS WEST A DISTANCE OF 1,659.18 FEET TO THE TRUE POINT OF
BEGINNING, BEING IN THE SOUTH LINE OF A PROPOSED LEASE AREA; THENCE SOUTH
02 DEGREES 02 MINUTES 23 SECONDS EAST - 307.24 FEET; THENCE NORTH 89
DEGREES 55 MINUTES 40 SECONDS WEST - 371.95 FEET TO A POINT IN THE EAST LINE
OF U.S. HIGHWAY NO. 51; THENCE NORTH 02 DEGREES 54 MINUTES 25 SECONDS WEST
ALONG SAID EAST LINE - 18.02 FEET TO THE SOUTHWEST CORNER OF LOT 6 OF
SECTION A, FRANKLIN COMMERCIAL SUBDIVISION; THENCE SOUTH 89 DEGREES 55
MINUTES 40 SECONDS EAST ALONG THE SOUTH LINE OF LOT 2 AND ITS EASTWARD
PROJECTION - 352.20 FEET; THENCE NORTH 02 DEGREES 02 MINUTES 23 SECONDS
WEST - 289.23 FEET TO A POINT IN THE SOUTH LINE OF A PROPOSED LEASE AREA;
THENCE SOUTH 89 DEGREES 55 MINUTES 40 SECONDS EAST ALONG SAID LINE - 20.01
FEET TO THE POINT OF BEGINNING.

CONTAINING 12,482 SQUARE FEET OR 0.286 ACRES, MORE OR LESS.

THIS IS VACANT PROPERTY.

BEARINGS ARE RELATED TO THE MISSISSIPPI STATE PLANE COORDINATE GRID
SYSTEM (NAD - 83, WEST ZONE).

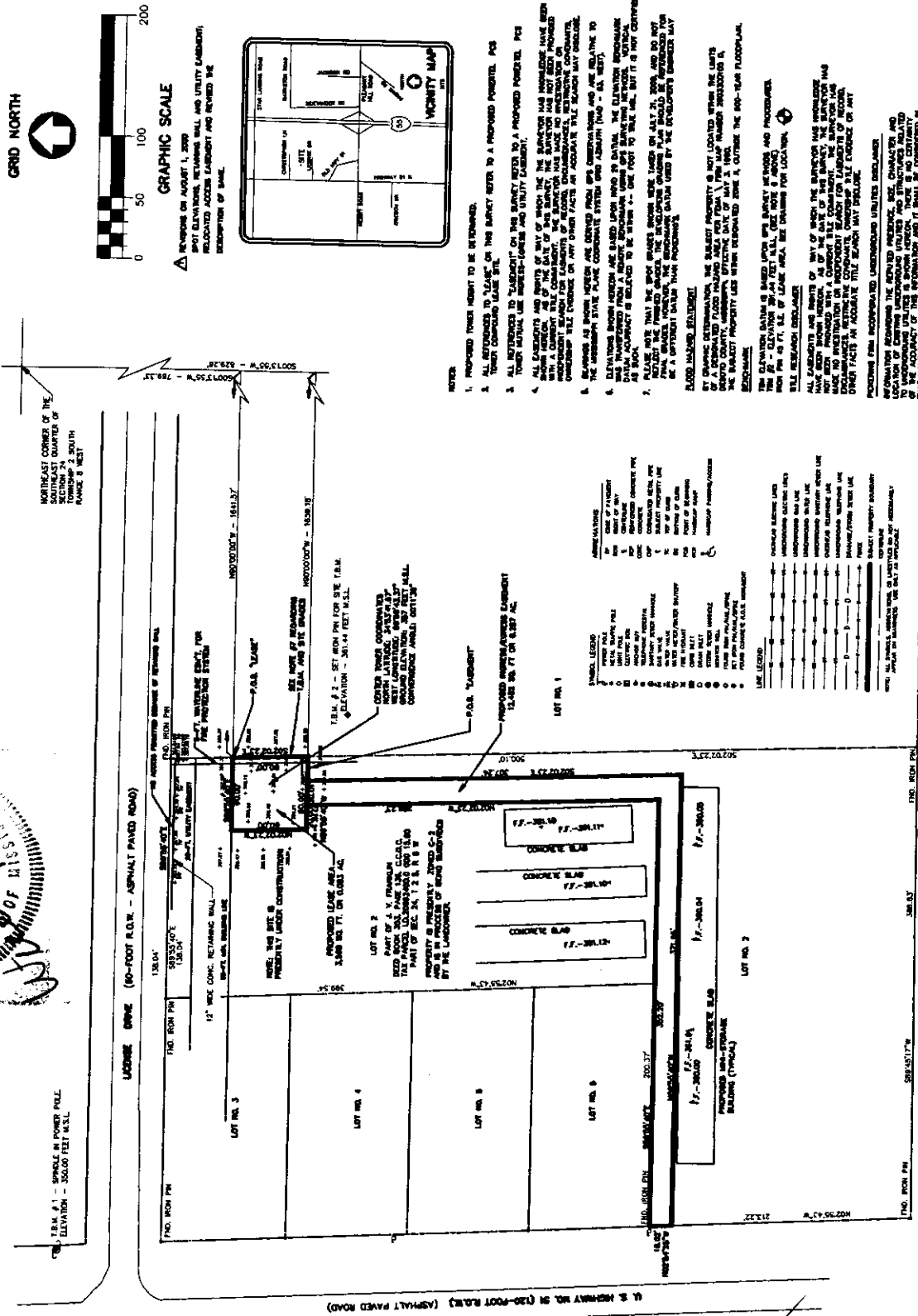
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NET / MEMPHIS PCS SITE "NESBIT"
HERNANDO, DESOTO COUNTY, MISSISSIPPI
4 OF SOUTHEAST 1/4, T-2-S, R-8-W
LIMITED SURVEY
D FOR: POWERTEL / MEMPHIS, INC.
RTEL LD. NO.: M-MS-017-340



Picturing Film
 1234567891011121314151617181920212223242526272829303132333435363738394041424344454647484950515253545556575859606162636465666768697071727374757677787980818283848586878889909192939495969798991001011021031041051061071081091101111121131141151161171181191201211221231241251261271281291301311321331341351361371381391401411421431441451461471481491501511521531541551561571581591601611621631641651661671681691701711721731741751761771781791801811821831841851861871881891901911921931941951961971981992002012022032042052062072082092102112122132142152162172182192202212222232242252262272282292302312322332342352362372382392402412422432442452462472482492502512522532542552562572582592602612622632642652662672682692702712722732742752762772782792802812822832842852862872882892902912922932942952962972982993003013023033043053063073083093103113123133143153163173183193203213223233243253263273283293303313323333343353363373383393403413423433443453463473483493503513523533543553563573583593603613623633643653663673683693703713723733743753763773783793803813823833843853863873883893903913923933943953963973983994004014024034044054064074084094104114124134144154164174184194204214224234244254264274284294304314324334344354364374384394404414424434444454464474484494504514524534544554564574584594604614624634644654664674684694704714724734744754764774784794804814824834844854864874884894904914924934944954964974984995005015025035045055065075085095105115125135145155165175185195205215225235245255265275285295305315325335345355365375385395405415425435445455465475485495505515525535545555565575585595605615625635645655665675685695705715725735745755765775785795805815825835845855865875885895905915925935945955965975985996006016026036046056066076086096106116126136146156166176186196206216226236246256266276286296306316326336346356366376386396406416426436446456466476486496506516526536546556566576586596606616626636646656666676686696706716726736746756766776786796806816826836846856866876886896906916926936946956966976986997007017027037047057067077087097107117127137147157167177187197207217227237247257267277287297307317327337347357367377387397407417427437447457467477487497507517527537547557567577587597607617627637647657667677687697707717727737747757767777787797807817827837847857867877887897907917927937947957967977987998008018028038048058068078088098108118128138148158168178188198208218228238248258268278288298308318328338348358368378388398408418428438448458468478488498508518528538548558568578588598608618628638648658668678688698708718728738748758768778788798808818828838848858868878888898908918928938948958968978988999009019029039049059069079089099109119129139149159169179189199209219229239249259269279289299309319329339349359369379389399409419429439449459469479489499509519529539549559569579589599609619629639649659669679689699709719729739749759769779789799809819829839849859869879889899909919929939949959969979989991000100110021003100410051006100710081009101010111012101310141015101610171018101910201021102210231024102510261027102810291030103110321033103410351036103710381039104010411042104310441045104610471048104910501051105210531054105510561057105810591060106110621063106410651066106710681069107010711072107310741075107610771078107910801081108210831084108510861087108810891090109110921093109410951096109710981099110011011102110311041105110611071108110911101111111211131114111511161117111811191120112111221123112411251126112711281129113011311132113311341135113611371138113911401141114211431144114511461147114811491150115111521153115411551156115711581159116011611162116311641165116611671168116911701171117211731174117511761177117811791180118111821183118411851186118711881189119011911192119311941195119611971198119912001201120212031204120512061207120812091210121112121213121412151216121712181219122012211222122312241225122612271228122912301231123212331234123512361237123812391240124112421243124412451246124712481249125012511252125312541255125612571258125912601261126212631264126512661267126812691270127112721273127412751276127712781279128012811282128312841285128612871288128912

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